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[Proposed] Attorneys for Debtors and
Debtors in Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

Case No.: BK-S-09-14814-LBR
(Jointly Administered)

Chapter 11

THE RHODES COMPANIES, LLC, aka

"Rhodes Homes, et al.,¹

Debtors.

Affects:

- ☒ All Debtors
☐ Affects the following Debtor(s)

Hearing Date: April 17, 2009
Hearing Time: 9:30 a.m.
Courtroom 1

¹ The Debtors in these cases, along with their case numbers are: Apache Framing, LLC (Case No. 09-14818);
Batcave, LP (Case No. 09-14861); Bravo, Inc. (Case No. 09-14825); C & J Holdings, Inc. (Case No. 09-14843);

NOTICE OF HEARING

TO: ALL INTERESTED PARTIES:

PLEASE TAKE NOTICE that the following hearings are scheduled for April 17th 2009 at the hour of 9:30 a.m., in the Foley Federal Building, at 300 Las Vegas Boulevard South, Third Floor, Courtroom 1, Las Vegas, NV 89101:

I. The continued hearing on the *Stipulated Interim Order (I) Authorizing Limited Use of Cash Collateral Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code, (II) Granting Adequate Protection and Super Priority Administrative Expense Priority to Prepetition Secured Lenders and (III) Scheduling a Final Hearing* [Docket No. [Lodged] in Case No. BK-S-09-14778-LBR] (the "**Cash Collateral Stipulation**"). The Cash Collateral Stipulation, among other things, allows the Debtors to use cash collateral pursuant to a budget and on the terms and conditions set forth in the Cash Collateral Stipulation, to which the Debtors' First Lien Lenders have consented for the period covered by the Cash Collateral Stipulation. In exchange for use of the cash collateral, the Debtors have, among other things, granted replacement liens in favor of their First Lien Lenders to the extent of any diminution in value of their collateral, subject only to such other liens, if any, as may be senior to the First Lien Lenders' liens. In addition, the First Lien Lenders will receive additional adequate protection, such as super priority administrative claim status to the extent of any diminution in value of their collateral and payment of fees and expenses of \$275,000 pursuant to the Cash Collateral Stipulation. Creditors are advised to

Chalkline, LP (Case No. 09-14862); Elkhorn Investments, Inc. (Case No. 09-14837); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Geronimo Plumbing LLC (Case No. 09-14820); Glynda, LP (Case No. 09-14865); Gung-Ho Concrete LLC (Case No. 09-14822); Heritage Land Company, LLC (Case No. 09-14778); Jackknife, LP (Case No. 09-14860); Jarupa, LLC (Case No. 09-14839); Overflow, LP (Case No. 09-14856); Parcel 20, LLC (Case No. 09-14848); Pinnacle Grading, LLC (Case No. 09-14887); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Rhodes Design and Development Corporation (Case No. 09-14846); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Rhodes Realty, Inc. (Case No. 09-14841); The Rhodes Companies, LLC (Case No. 09-14814); Six Feathers Holdings, LLC (Case No. 09-14833); Tick, LP (Case No. 09-14866); Tribes Holdings, LLC (Case No. 09-14817); Tuscany Acquisitions, LLC (Case No. 09-14853); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Golf Country Club, LLC (Case No. 09-14884) and Wallboard, LP (Case No. 09-14858)

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1 review the entire Cash Collateral Stipulation for all terms and conditions. The Debtors will seek
 2 the continued use of cash collateral on either a consensual or contested basis on April 17, 2009
 3 pursuant to Local Bankruptcy Rule 4001 b (2) and Local Bankruptcy Rule 9006 as more fully set
 4 forth in the Jim Rhodes Declaration, [Docket No. 34 in Case No. BK-S-09-14778-LBR] and Paul
 5 Huygens Declaration [Docket No. 38 in Case No. BK-S-09-14778-LBR].

6 2. The final hearing on the *Debtors' Motion For Interim And Final Orders Pursuant*
 7 *To Sections 105, 361, 362, 363 And 364 Of Debtors' Motion For Interim And Final Orders*
 8 *Pursuant To Sections 105, 361, 362, 363 And 364 Of The Bankruptcy Code (A) Authorizing*
 9 *Debtors To Use Cash Collateral, (B) Granting Adequate Protection To The Debtors' Prepetition*
 10 *Secured Parties And (C) Scheduling A Final Hearing* [Docket No. 35 in Case No. BK-S-09-
 11 14778-LBR]. Pursuant to this motion, the Debtors seek to use cash collateral of the First Lien
 12 Lenders and to provide the adequate protection as stated in the motion. Creditors are advised to
 13 review the entire Motion.

14 3. The final hearing on the *Debtors' Motion For Order Under 11 U.S.C. §§ 105,*
 15 *363, 503(B), 1107 And 1108 Authorizing (I) Maintenance Of Certain Existing Bank Accounts,*
 16 *(II) Continued Use Of Existing Business Forms, (III) Continued Use Of Existing Cash*
 17 *Management System, (IV) Providing Administrative Priority Status To Postpetition*
 18 *Intercompany Claims, And (V) Waiver Of Section 345(B) Deposit And Investment Requirements*
 19 [Docket No. 28 in Case No. BK-S-09-14778-LBR].

20 4. The final hearing on the *Debtors' Motion Pursuant To Bankruptcy Code Sections*
 21 *105(A), 363, And 507(A) For An Order Authorizing The Debtors To (I) Pay Prepetition Wages,*
 22 *Salaries, Employee Benefits, And Other Compensation; (II) Remit Withholding Obligations; (III)*
 23 *Maintain Employee Compensation And Benefits Programs And Pay Related Administrative*
 24 *Obligations; And (IV) Have Applicable Banks And Other Financial Institutions Receive,*
 25 *Process, Honor, And Pay Certain Checks Presented For Payment And Honor Certain Fund*
 26 *Transfer Requests* [Docket No. 16 in Case No. BK-S-09-14778-LBR].

27 5. The final hearing on the *Motion For Entry Of Order (I) Authorizing The Debtors*
 28 *To Sell Homes Free And Clear Of Liens, Claims, Encumbrances And Other Interests, (II)*

1 *Establishing Procedures For The Resolution And Payment Of Liens And Claims, And (III)*
 2 *Authorizing Financial Institutions To Honor All Obligations Related Thereto* [Docket No. 31 in
 3 Case No. BK-S-09-14778-LBR].

4 6. The final hearing on the *Motion For Entry Of An Order Pursuant To Sections*
 5 *105(A), 363(C), 1107(A), 1108 Of The Bankruptcy Code Authorizing The Debtors To Honor*
 6 *Prepetition Obligations To Customers And To Otherwise Continue Customer Practices And*
 7 *Programs In The Ordinary Course Of Business* [Docket No. 25 in Case No. BK-S-09-14778-
 8 LBR].

9 7. A hearing on the *Motion For An Order Under Section 366 Of The Bankruptcy*
 10 *Code (A) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Service, (B)*
 11 *Deeming Utilities Adequately Assured Of Future Performance, And (C) Establishing Procedures*
 12 *For Determining Adequate Assurance Of Payment* [Docket No. 22 in Case No. BK-S-09-14778-
 13 LBR].

14 PLEASE TAKE FURTHER NOTICE that a copy of the above-referenced documents are
 15 on file with and available from the clerk of the United States Bankruptcy Court for the District of
 16 Nevada, Foley Federal Building, 300 S. Las Vegas Blvd., Las Vegas, Nevada 89101; via the
 17 bankruptcy court's website at www.nvb.uscourts.gov (a PACER account is required); through
 18 the Debtors' claims agent's website: www.omnimgt.com/rhodes; by calling (866) 989-6144, or
 19 by contacting undersigned counsel.

20 PLEASE TAKE FURTHER NOTICE that any opposition to the requested relief must be
 21 filed and served pursuant to Local Rule 9014(d)(1). If an objection is not timely filed and
 22 served, the relief requested may be granted without a hearing pursuant to LR 9014(d)(3).

23 If you object to the relief requested, you *must* file a WRITTEN response to this pleading
 24 with the court. You *must* also serve your written response on the person who sent
 25 you this notice.

26 If you do not file a written response with the court, or if you do not serve your written
 27 response on the person who sent you this notice, then:

- 28 • The court may *refuse* to allow you to *speak* at the scheduled hearing; and

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- The court may *rule against you* without formally calling the matter at the hearing.

PLEASE TAKE FURTHER NOTICE that this hearing is pursuant to Local Bankruptcy Rule 4001(c) and may be continued from time to time without further notice except for the announcement of any adjourned dates and time at the above noticed hearing or any adjournment thereof.

DATED this 9th day of April, 2009.

LARSON & STEPHENS

/s/ Zachariah Larson, Esq.

Zachariah Larson, Bar No. 7787

Kyle O. Stephens, Bar No. 7928

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